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2006 FEB -9 P 2:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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RA signature

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ALLEN J. PHILBRICK
PHILLIP J. BOWEN
MICHAEL D. HIGHFIELD
BRUCE N. ELLIOTT
NEIL J. JULIAR
ROBERT M. BRIMACOMBE
ELIZABETH M. PETOSKEY
JAMES A. SCHRIEMER
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WILLIAM M. SWEET
DOUGLAS G. McCLURE
MARJORIE M. DIXON
THOMAS D. LUCZAK
DENNIS R. VALENTI
RICHARD P. PETERSON, II
W. DANIEL TROYKA
JOY M. GLOVICK
DONALD A. WINNINGHAM

LAW OFFICES OF
CONLIN, MCKENNEY & PHILBRICK P.C.
350 SOUTH MAIN STREET, SUITE 400
ANN ARBOR, MICHIGAN
48104-2031

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EDWARD F. CONLIN (1902-1953)
JOHN W. CONLIN (1904-1972)
ALBERT J. PARKER (1901-1970)

OF COUNSEL
JOHN W. CONLIN, JR.

TELEPHONE
(734) 761-9000
TELECOPIER
(734) 761-9001

Robert M. Brimacombe
Direct Number (734) 997-2152
brimacombe@emplaw.com

December 20, 2005

Florida Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, Florida 32314

RE: Wal-Mark Properties, LLC

Dear Sir/Madam:

Enclosed please find a Certificate of Conversion as well as Articles of Organization for Wal-Mark Properties, LLC. We have also enclosed a check in the amount of \$180.00 in payment of the \$125.00 filing fee, the \$25.00 filing fee for Registered Agent Designation, the \$25.00 for the Certificate of Conversion, and the \$30.00 for a certified copy. Please furnish the filed documents directly to the undersigned in the enclosed self addressed envelope.

If you have any questions, please call me.

Very truly yours,


Robert M. Brimacombe

RMB/las
Enclosure
H:\RMB\WALMARK\FL.DEPT.ST.LTR.WPD:12/30



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 28, 2005

ROBERT M. BRIMACOMBE
CONLIN MCKENNEY & PHILBRICK, P.C.
350 SOUTH MAIN STREET, SUITE 400
ANN ARBOR, MI 48104-2131

SUBJECT: WAL-MARK PROPERTIES, LLC
Ref. Number: W05000056693

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for WAL-MARK PROPERTIES, LLC and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 705A00073766

CHRIS L. MCKENNEY
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CONLIN, MCKENNEY & PHILBRICK, P.C.
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FILED
EDWARD F. CONLIN (1902-1953)
JOHN W. CONLIN (1904-1972)
ALBERT F. PARKER (1901-1970)
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2006 FEB -9 PM 5:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Robert M. Brimacombe
Direct Number (734) 997-2152
brimacombe@cmlplaw.com

January 31, 2006

Florida Department of State
Division of Corporations
Attention: Diane Cushing
Document Specialists
P. O. Box 6327
Tallahassee, Florida 32314

RE: Wal-Mark Properties, LLC

Dear Ms. Cushing:

In connection with your letter of December 28, 2005, a copy of which is enclosed for your convenience, enclosed please find Articles of Organization for Wal-Mark Properties, LLC that have now been signed by the registered agent.

Once the Articles are filed, I would appreciate a file stamped copy and in this regard, I am enclosing an extra copy of this document together with an envelope addressed to me.

If you have any questions, please call me.

Very truly yours,


Robert M. Brimacombe

RMB/las
Enclosure
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CERTIFICATE OF CONVERSION

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Pursuant to section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached articles of organization and this certificate of conversion to a Florida limited liability company:

FIRST: The name of the unincorporated business immediately prior to filing this document was:

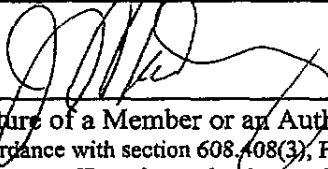
WAL-MARK PROPERTIES

SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

- A. Date: February 28, 1987
- B. Jurisdiction: Florida
- C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: _____

THIRD: The name of the limited liability company as set forth in the attached articles of organization is:

WAL-MARK PROPERTIES, LLC



Signature of a Member or an Authorized Representative of a Member
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

James R. Markiewicz, Trustee of the James R. Markiewicz

Typed or Printed Name of Signee

Revocable Living Trust
dated April 26, 1989, Member

FILING FEES:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Filing Fee for Registered Agent Designation
- \$ 25.00 Filing Fee for Certificate of Conversion
- \$ 30.00 Certified Copy (optional)
- \$ 5.00 Certificate of Status (optional)

(Note: Section 608.439, F.S., does not provide for a corporation to convert to a limited liability company.)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

WAL-MARK PROPERTIES, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

5203 North Howard
Tampa, FL 33603-1419

(same)

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Kevin Barnhart
Name

5203 North Howard
Florida street address (P.O. Box **NOT** acceptable)

Tampa FL 33603-1419
City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..



Registered Agent's Signature

Kevin Barnhart

(CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

Robert C. Walrich, Trustee of the
Robert C. Walrich Revocable Living
Trust dated January 20, 1989
24 North Pine Circle
Belleair, FL 33756

MGRM

James R. Markiewicz, Trustee of the
James R. Markiewicz Revocable Living Trust
dated April 26, 1989
15291 Corsini Lane
Naples, FL 34110

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

James R. Markiewicz, Trustee of the James R. Markiewicz

Typed or printed name of signee Revocable Living Trust
dated April 26, 1989, Member

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation
of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)